

EXHIBIT D

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): March 3, 2010

BIG LOTS, INC.
(Exact name of registrant as specified in its charter)

Ohio
(State or other jurisdiction of incorporation)

1-8897
(Commission File Number)

06-1119097
(I.R.S. Employer Identification No.)

300 Phillipi Road, Columbus, Ohio 43228
(Address of principal executive offices) (Zip Code)

(614) 278-6800
(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Exhibit 99.1

PRESS RELEASE
FOR IMMEDIATE RELEASE

Contact: Timothy A. Johnson
Vice President, Strategic
Planning and Investor Relations
614-278-6622

BIG LOTS REPORTS RECORD RESULTS

**RECORD FOURTH QUARTER ADJUSTED EPS OF \$1.31 PER DILUTED SHARE, AND
RECORD FISCAL 2009 ADJUSTED EPS OF \$2.37 PER DILUTED SHARE**

COMPANY INCREASES SIZE OF REPURCHASE PROGRAM TO \$400 MILLION

COMPANY PROVIDES 2010 SALES AND EPS GUIDANCE

COMPANY PROVIDES 3 YEAR VIEW

Columbus, Ohio – March 3, 2010 – Big Lots, Inc. (NYSE: BIG) is reporting fourth quarter fiscal 2009 income from continuing operations of \$106.2 million, or \$1.28 per diluted share. Excluding the effect of a litigation settlement charge of \$2.4 million (net of tax), or \$0.03 per diluted share, discussed later in this release, adjusted (non-GAAP) income from continuing operations totaled \$108.6 million, or \$1.31 per diluted share, for the fourth quarter of fiscal 2009, compared to \$81.8 million, or \$1.00 per diluted share, in the fourth quarter of fiscal 2008. Including the impact of discontinued operations, fourth quarter fiscal 2009 net income totaled \$105.4 million, or \$1.27 per diluted share, compared to \$78.8 million, or \$0.96 per diluted share, in the prior year.

For the fiscal 2009 year ended January 30, 2010, income from continuing operations totaled \$201.4 million, or \$2.44 per diluted share. Excluding the effect of the net gain on a real estate sale and a litigation settlement charge discussed later in this release, adjusted (non-GAAP) income from continuing operations totaled \$195.6 million, or \$2.37 per diluted share, for fiscal 2009, compared to \$154.8 million, or \$1.89 per diluted share, for fiscal 2008. Including the impact of discontinued operations, fiscal 2009 net income totaled \$200.4 million, or \$2.42 per diluted share, compared to \$151.5 million, or \$1.85 per diluted share.

FISCAL 2009 HIGHLIGHTS

- Record adjusted (non-GAAP) income from continuing operations of \$2.37 per diluted share, a 25% increase over last year's record income from continuing operations of \$1.89 per diluted share
- Comparable store sales increase of 0.7% and total sales increase of 1.8%
- Record adjusted (non-GAAP) operating profit dollars of \$316 million as operating profit rate improved to 6.7%, or 120 basis points above last year
- Cash Flow (defined as operating activities less investing activities) of \$314 million
- Record inventory turnover of 3.7
- Opened 52 new stores which reflects more new stores opened than in the last 3 years combined



Shareholder Relations Department
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An archive of the call will be available through the Investor Relations section of our website (www.biglots.com) beginning two hours after the call ends and will remain available through midnight on Wednesday, March 17. A replay of the call will be available beginning today at noon through March 17 at midnight by dialing: 1.888.203.1112 (United States and Canada) or 1.719.457.0820 (International). All times are Eastern Time. The PIN number is 9844750.

Big Lots is the nation's largest broadline closeout retailer. As of the end of fiscal 2009 (January 30, 2010), we operated 1,361 BIG LOTS stores in 47 states. We also sell merchandise via our wholesale operations which are conducted through BIG LOTS WHOLESAL, CONSOLIDATED INTERNATIONAL, and WISCONSIN TOY. Our website is located at www.biglots.com.

Cautionary Statement Concerning Forward-Looking Statements

Certain statements in this release are forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995, and such statements are intended to qualify for the protection of the safe harbor provided by the Act. The words "anticipate," "estimate," "expect," "objective," "goal," "project," "intend," "plan," "believe," "will," "should," "may," "target," "forecast," "guidance," "outlook" and similar expressions generally identify forward-looking statements. Similarly, descriptions of our objectives, strategies, plans, goals or targets are also forward-looking statements. Forward-looking statements relate to the expectations of management as to future occurrences and trends, including statements expressing optimism or pessimism about future operating results or events and projected sales, earnings, capital expenditures and business strategy. Forward-looking statements are based upon a number of assumptions concerning future conditions that may ultimately prove to be inaccurate. Forward-looking statements are and will be based upon management's then-current views and assumptions regarding future events and operating performance, and are applicable only as of the dates of such statements. Although we believe the expectations expressed in forward-looking statements are based on reasonable assumptions within the bounds of our knowledge, forward-looking statements, by their nature, involve risks, uncertainties and other factors, any one or a combination of which could materially affect our business, financial condition, results of operations or liquidity.

Forward-looking statements that we make herein and in other reports and releases are not guarantees of future performance and actual results may differ materially from those discussed in such forward-looking statements as a result of various factors, including, but not limited to, the current economic and credit crisis, the cost of goods, our inability to successfully execute strategic initiatives, competitive pressures, economic pressures on our customers and us, the availability of brand name closeout merchandise, trade restrictions, freight costs, the risks discussed in the Risk Factors section of our most recent Annual Report on Form 10-K, and other factors discussed from time to time in our other filings with the SEC, including Quarterly Reports on Form 10-Q and Current Reports on Form 8-K. This release should be read in conjunction with such filings, and you should consider all of these risks, uncertainties and other factors carefully in evaluating forward-looking statements.

You are cautioned not to place undue reliance on forward-looking statements, which speak only as of the date thereof. We undertake no obligation to publicly update forward-looking statements, whether as a result of new information, future events or otherwise. You are advised, however, to consult any further disclosures we make on related subjects in our public announcements and SEC filings.



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